

# **Exhibit 1**

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**From:** Blattmachr, Jonathan <jblattmachr@bakerlaw.com>  
**Sent:** Tuesday, January 22, 2019 5:54 PM  
**To:** Ginsberg, Bruce  
**Cc:** Woltering, Catherine E.; Cioffi, Joseph; Serritella, James R.; Newman, H. Seiji  
**Subject:** RE: Motion for Leave to File Amended Complaint

Yes, that's what we're saying.

Jonathan D. Blattmachr  
212.589.4607 | [jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)

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**From:** Ginsberg, Bruce <BGinsberg@dglaw.com>  
**Sent:** Tuesday, January 22, 2019 3:45 PM  
**To:** Blattmachr, Jonathan <jblattmachr@bakerlaw.com>  
**Cc:** Woltering, Catherine E. <cwoltering@bakerlaw.com>; Cioffi, Joseph <JCioffi@dglaw.com>; Serritella, James R. <jserritella@dglaw.com>; Newman, H. Seiji <hsnewman@dglaw.com>  
**Subject:** RE: Motion for Leave to File Amended Complaint

Jon - When you ask us "to agree that the as-filed proposed amended complaint meets the futility standard," are you referring to the following as the "futility standard": "An amendment to a pleading is futile if the proposed claim could not withstand a motion to dismiss pursuant to Fed. R. Civ. P. 12(b)(6)"? If yes, are you saying that you're demanding that Natixis stipulate that the proposed amended complaint could withstand a 12(b)(6) motion to dismiss?

**BRUCE M. GINSBERG**

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**From:** Blattmachr, Jonathan [<mailto:jblattmachr@bakerlaw.com>]  
**Sent:** Tuesday, January 22, 2019 2:09 PM  
**To:** Ginsberg, Bruce  
**Cc:** Woltering, Catherine E.; Cioffi, Joseph; Serritella, James R.; Newman, H. Seiji  
**Subject:** RE: Motion for Leave to File Amended Complaint

Bruce,

After discussing internally, we would be prepared to agree to your idea to allow the Trustee to file his complaint and then have you file a motion to dismiss, but only if you were to agree that the as-filed proposed amended complaint meets the futility standard. Please advise if you would be amenable.

Regards,  
Jon

Jonathan D. Blattmachr  
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**From:** Ginsberg, Bruce <[BGinsberg@dglaw.com](mailto:BGinsberg@dglaw.com)>  
**Sent:** Thursday, January 17, 2019 4:23 PM  
**To:** Blattmachr, Jonathan <[jblattmachr@bakerlaw.com](mailto:jblattmachr@bakerlaw.com)>  
**Cc:** Woltering, Catherine E. <[cwoltering@bakerlaw.com](mailto:cwoltering@bakerlaw.com)>; Cioffi, Joseph <[JCioffi@dglaw.com](mailto:JCioffi@dglaw.com)>; Serritella, James R. <[jserritella@dglaw.com](mailto:jserritella@dglaw.com)>; Newman, H. Seiji <[hsnewman@dglaw.com](mailto:hsnewman@dglaw.com)>  
**Subject:** Motion for Leave to File Amended Complaint

Jon,

Please let us know if you are available for a call tomorrow to discuss Natixis's response to the Trustee's motion for leave to amend and a potential solution to streamline the process.

We are generally available tomorrow from 11:00 am on.

Regards,

**BRUCE M. GINSBERG**

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